



RECORDATION NO. 10301 -A FILED 1425

One James Center
Richmond, Virginia 23219
Telephone: (804) 782-1593
Telecopy: (804) 783-1355

JUN 1, 1994 11:10 AM

LOUIS G. RECHER
Assistant General Counsel

INTERSTATE COMMERCE COMMISSION
May 26, 1994

Sidney L. Strickland, Jr., Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue, N.W.
Washington, D.C. 20423

0100249014

Dear Mr. Strickland:

On behalf of CSX Transportation, Inc. ("CSXT"), enclosed for filing and recordation under 49 U.S.C. § 11303(a) and the regulations promulgated thereunder are four (4) counterparts of a Release and Satisfaction and Bill of Sale, dated as of May 11, 1994, executed by First Union National Bank of Georgia, as Agent, assignee of a certain Conditional Sale Agreement, dated as of April 12, 1979, between General Motors Corporation (Electro-Motive Division) and the Georgia Railroad, predecessor to CSXT. The Conditional Sale Agreement was filed with the Interstate Commerce Commission on April 18, 1979 and assigned Recordation No. 10301.

The names and addresses of the parties are as follows:

Agent: First Union National Bank of Georgia
699 Broad Street
Augusta, Georgia 30913

CSXT: CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

Enclosed is a check in the amount of \$18.00 in payment of the filing fee.

Once this filing has been made, please return to the undersigned time-stamped copies of the Agreement not needed for your files, together with a time-stamped copy of this letter of transmittal (which is attached for your convenience), the fee receipt and a copy of the letter from the Interstate Commerce Commission acknowledging the filing.

Thanking you in advance for your assistance, I am

Very truly yours,

Louis G. Recher

LGR/dlf

Copy - John C. Eccleston

RECEIVED THE
OFFICE OF THE
SECRETARY
JUN 1 4 01 PM '94
LICENSING BRANCH

RECORDATION NO. 10301-A
JUN 1 1994 4:10 PM
INTERSTATE COMMERCE COMMISSION

Counterpart No. 4
Of 4 Counterparts

RELEASE AND SATISFACTION AND BILL OF SALE
GEORGIA RAILROAD CONDITIONAL SALE AGREEMENT

DATED AS OF APRIL 12, 1979

KNOW ALL MEN BY THESE PRESENTS that the Georgia Railroad Bank & Trust Company, as Agent, assignee of a certain Conditional Sale Agreement dated as of April 12, 1979, between General Motors Corporation (Electro-Motive Division) and the Georgia Railroad, hereby certifies that all of the \$1,068,890.75 Conditional Sale Indebtedness, with interest thereon at the prime lending rate of the Bank plus one percent (1%) per annum, has been fully paid or payment provided for, and all of the obligations under said Conditional Sale Agreement have been fully complied with and performed.

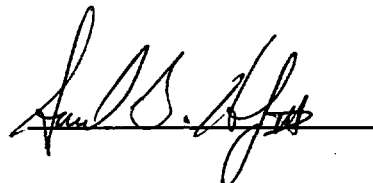
WHEREFORE, in consideration of One Dollar (\$1.00) and other valuable consideration:

First Union National Bank of Georgia (Successor by merger to Georgia Railroad Bank & Trust Company), does hereby declare said Conditional Sale Agreement dated as of April 12, 1979 to be satisfied and canceled and does consent that the same be discharged of record, and further First Union National Bank of Georgia (Successor by merger to Georgia Railroad Bank & Trust Company) does hereby sell, assign, convey, transfer, set over, release and quitclaim without any warranty or guaranty of any kind, express or implied, unto CSX Transportation, Inc. (Successor by merger to the Georgia Railroad) all of its right, title and interest in and to all of the railroad equipment of every character included in the said Conditional Sale Agreement and now held by First Union National Bank of Georgia.

IN WITNESS WHEREOF, First Union National Bank of Georgia has caused these presents to be executed in its name by one of its Vice President thereunto duly authorized and its corporate seal to be hereunto affixed and attested by its Vice President as of this 11th day of May 1994.

ATTEST:

First Union National Bank of Georgia,
as Agent



BY: 
Vice President

State of Georgia)
County of ~~DEKALB~~)
RICHMOND

SS:

(2)

On this 11th day of May 1994, before me personally appeared Hampton H. Vining, to me personally known, who, being by me duly sworn, says he is a Vice President of First Union National Bank of Georgia, that the seal affixed to the foregoing instrument is the seal of said corporation, by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Rebecca S. Cochran
Notary Public

my Commission Expires January 26, 1997

RSBSGARR